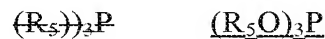


AMENDMENT TO THE CLAIMS

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WHAT IS CLAIMED IS:

1. *(currently amended)* A lubricating composition comprising a major amount of an oil of lubricating viscosity and (A) a basic salt of [an acidic organic compound] an organic sulfonic acid or organic acylating agent; (B) a hydrocarbyl phosphite represented by the formula



and (C) a friction modifier ~~is comprising~~ a glycerol ester, ~~or~~ a borated glycerol ester, or mixtures thereof; wherein each R₅ is independently hydrogen or a hydrocarbyl group and at least one R₅ is hydrocarbyl, provided that the lubricant is free of metal deactivators, wherein the basic metal salt (A) is an overbased material and the ratio of equivalents of overbased material based on the total base number to equivalents of hydrocarbyl phosphite based on phosphorus atoms is at least one.

2. *(original)* The composition of claim 1 wherein the metal of (A) is an alkali or alkaline earth metal.

3. *(original)* The composition of claim 1 wherein the metal of (A) is sodium, calcium or magnesium.

4.-5. *(previously canceled)*

6. *(original)* The composition of claim 1 wherein (B) is a di or tri hydrocarbyl phosphite independently having from 1 to about 24 carbon atoms.

7. *(previously canceled)*

8. *(previously presented)* The composition of claim 1 wherein (B) is an alkyl phosphite having at least one alkyl group selected from methyl, ethyl, propyl, butyl, pentyl and hexyl.

9. *(previously canceled)*

10. *(currently amended)* A lubricating composition comprising a major amount of an oil of lubricating viscosity and (A) from about 0.02% to about 5% by weight a basic salt of [an acidic organic compound] an organic sulfonic acid or organic acylating agent; (B) a hydrocarbyl phosphite represented by the formula



and (C) from about 0.05% to about 1% by weight a friction modifier is comprising a glycerol ester, or a borated glycerol ester, or mixtures thereof; wherein each R₅ is independently a hydrocarbyl group of about 2 to about 8 carbon atoms, wherein (B) is present in an amount to deliver from about 0.01% to about 0.03% by weight phosphorus to the composition, wherein the basic metal salt (A) is an overbased material and the ratio of equivalents of overbased material based on the total base number to equivalents of hydrocarbyl phosphite based on phosphorus atoms is at least one, provided that the lubricant is free of metal deactivators.

11. *(previously presented)* The composition of claim 10 wherein the metal of (A) is an alkali or alkaline earth metal, wherein (B) contains one or more hydrocarbyl groups which are butyl, pentyl or hexyl groups and wherein (C) is a glycerol mono-oleate.

12.-16. *(previously canceled)*

17. (*currently amended*) A lubricating composition prepared by blending a major amount of an oil of lubricating viscosity and (A) a basic salt of [an acidic organic compound] an organic sulfonic acid or organic acylating agent; (B) a hydrocarbyl phosphite represented by the formula



and (C) a friction modifier ~~is comprising~~ a glycerol ester, ~~or~~ a borated glycerol ester,

or mixtures thereof; wherein each R₅ is independently hydrogen or a hydrocarbyl group and at least one R₅ is hydrocarbyl, provided that the lubricant is free of metal deactivators, wherein the basic metal salt (A) is an overbased material and the ratio of equivalents of overbased material based on the total base number to equivalents of hydrocarbyl phosphite based on phosphorus atoms is at least one.

18. (*original*) The composition of claim 1 wherein the lubricating composition is a manual transmission fluid.

19. (*original*) The composition of claim 10 wherein the lubricating composition is a manual transmission fluid.

20. (*original*) The composition of claim 17 wherein the lubricating composition is a manual transmission fluid.

21. (*new claim*) A lubricating composition comprising a major amount of an oil of lubricating viscosity and (A) a basic salt of [an acidic organic compound] an organic sulfonic acid or organic acylating agent; (B) a hydrocarbyl phosphite represented by the formula



and (C) a friction modifier comprising a borated glycerol ester; wherein each R_5 is independently hydrogen or a hydrocarbyl group and at least one R_5 is hydrocarbyl, provided that the lubricant is free of metal deactivators, wherein the basic metal salt (A) is an overbased material and the ratio of equivalents of overbased material based on the total base number to equivalents of hydrocarbyl phosphite based on phosphorus atoms is at least one.